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Attorneys for Plaintiff and Counterclaim
 Defendant Merrill Lynch International and
 Counterclaim Defendant Merrill Lynch & Co., Inc.

UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK

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MERRILL LYNCH INTERNATIONAL,	:	
	:	
Plaintiff,	:	
	:	08 CV 2893 (JSR)
-vs-	:	
	:	NOTICE OF MOTION (A) FOR
XL CAPITAL ASSURANCE INC., et al.,	:	SUMMARY JUDGMENT IN
	:	FAVOR OF PLAINTIFF MERRILL
Defendants.	:	LYNCH INTERNATIONAL AND
-----	X	(B) FOR PARTIAL SUMMARY
XL CAPITAL ASSURANCE INC., et al.,	:	JUDGMENT IN FAVOR OF
	:	COUNTERCLAIM DEFENDANTS
Counterclaimants,	:	MERRILL LYNCH
	:	INTERNATIONAL AND MERRILL
- vs -	:	<u>LYNCH & CO., INC.</u>
	:	
MERRILL LYNCH INTERNATIONAL AND	:	
MERRILL LYNCH & CO., INC.,	:	
	:	
Counterclaim Defendants.	:	
-----	X	

PLEASE TAKE NOTICE that upon: (i) the Complaint dated March 19, 2008; (ii) Defendants' Answer and Counterclaims dated March 31, 2008; (iii) the accompanying Declaration of Joseph Gambino, dated April 17, 2008, and the exhibits thereto; (iv) the accompanying Declaration of Scott D. Musoff, dated April 18, 2008, and the exhibits thereto; (v)

the accompanying Memorandum of Law, dated April 18, 2007; (vi) the accompanying Statement Pursuant to Local Rule 56.1, dated April 18, 2007; and (vii) all prior pleadings and proceedings had herein, Plaintiff and Counterclaim Defendant Merrill Lynch International and Counterclaim Defendant Merrill Lynch & Co., Inc., by their undersigned counsel, will move this Court, before the Honorable Jed S. Rakoff, at the United States Courthouse, 500 Pearl St., New York, New York, on June 4, 2008, at 3:00 p.m., or as soon thereafter as counsel may be heard, for an Order, pursuant to Rule 56 of the Federal Rules of Civil Procedure, (a) granting Plaintiff and Counterclaim Defendant MLI's motion for summary judgment declaring that: (i) MLI has not repudiated its contractual obligations with regard to the XL Swaps; and (ii) Defendants' purported terminations of the XL Swaps was improper and without justification and was and is of no force and effect; (b) granting Counterclaim Defendants MLI and ML&Co.'s motion for summary judgment dismissing with prejudice Defendants' first, second and third counterclaims; and (c) granting such other and further relief as this Court may deem just and proper.

Opposition papers shall be served and filed on May 15, 2008.

Reply papers shall be served and filed by May 22, 2008.

Dated: New York, New York
April 18, 2008

/s/ Jay B. Kasner

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